

~~RECORDED~~ 26050-1+

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JUL 28 '10 -1 30 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL  
URBAN A LESTER

ELIAS C ALVORD (1942)  
ELLSWORTH C ALVORD (1964)

July 28, 2010

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Release of Security Interest, dated as of July 28, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Memorandum of Amended and Restated Mortgage previously filed under Recordation Number 26050-A.

The names and addresses of the parties to the enclosed document are

Security Trustee. Wells Fargo Bank Northwest, National Association  
299 South Main Street, 12th Floor  
Salt Lake City, UT 84111

Borrower: BBRX One LLC  
885 Second Avenue  
New York, NY 10017

Chief  
Section of Administration  
July 28, 2010  
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A description of the railroad equipment covered by the enclosed document is:

All railcars covered by the Amended and Restated Mortgage as previously filed, some of which have been remarked and renumbered pursuant to the schedules attached to the Release.

A short summary of the document to appear in the index is:

Release of Security Interest.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned

Very truly yours,



Robert W. Alvord

RWA/sem  
Enclosures

RECORDATION NO.

26050-A  
FILED

JUL 28 '10 -1 30 PM

RELEASE OF SECURITY INTEREST  
SURFACE TRANSPORTATION BOARD

The undersigned, WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, a national banking association organized under the laws of the United States of America, as Security Trustee (the "Security Trustee") under the Amended and Restated Security Agreement, dated as of December 15, 2006 (the "Security Agreement"), by and between BBRX One LLC, as Borrower (the "Borrower"), the senior lenders named therein, the mezzanine lenders named therein, Hypo Public Finance USA, LLC (as successor to Hypo Public Finance USA, Inc.), as senior agent, and Wells Fargo Bank Northwest, National Association, as mezzanine agent, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge the security interests held by it insofar as the same encumber that certain Items of Equipment and Leases identified on Schedule A attached hereto (the "Released Equipment") and subject to the Memorandum of Mortgage (as defined below).

Such security interests were granted pursuant to that certain Memorandum of Amended and Restated Mortgage, between the Borrower, as grantor, in favor of the Security Trustee, which was filed with the Surface Transportation Board on December 15, 2006 at 11:52 a.m. under Recordation Number 26050-A (the "Memorandum of Mortgage").

This instrument is executed upon the express condition that nothing herein contained shall be construed to release from the lien of the Security Agreement and Memorandum of Mortgage or to impair said lien upon any property subject thereto except the Released Equipment.

IN WITNESS WHEREOF, Security Trustee, has caused this instrument to be executed by its officer thereunto duly authorized this 20 day of July, 2010.

WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION,  
as Security Trustee

By: G. Brad Martin

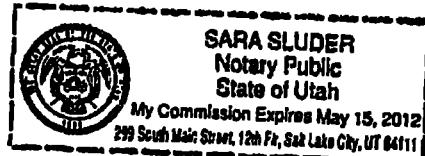
Name: G. Brad Martin  
Title: Assistant Vice President

STATE OF UTAH )  
                    )  
                    ) ss:  
COUNTY OF SALT LAKE )

On this 27 day of July, 2010 before me personally appeared G. Brad Martin, to me personally known, who, being by me duly sworn, said that he/she is a Assistant Vice President of WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.

Sara Sluder  
NOTARY PUBLIC

My commission expires: May 15, 2012



**SCHEDULE A**

**BBRX EQUIPMENT & LEASE LIST**

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
1	Georgia Power Company	116	2005	FreightCar America, Inc.	K341	4200 CF Aluminum body Rotary Autoflood III™, open top coal hoppers, 286,000 lbs. GRL	GALX 8011 – GALX 8126	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
2	BNSF Railway Company	134	2005	FreightCar America, Inc.	K341	4200 CF Aluminum body Rotary Autoflood III™, open top coal hoppers, 286,000 lbs. GRL	BNBX 50001-50009, inclusive; 50011-50054, inclusive; 50056-50060, inclusive; 50062-50070, inclusive; 50072-50078, inclusive; 50081-50082, inclusive; 50084-50119, inclusive; 50129, 50164, 50171, 50179-50184, inclusive; 50195, 50201, 50206, 50220, 50237, 50243-50244, inclusive; 50246, 50249	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
3	Columbus & Greenville Railway	50	1980	Trinity Industries	E530	2494 CF 50' mill gondola railcars equipped with 5' sides, 263,000 lbs. GRL	CAGY 2101 - CAGY 2150	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
4	CSX Transportation	123	1980	Trinity Industries	E530	2494 CF 50' mill gondola railcars equipped with 5' sides, 263,000 lbs. GRL	(Reporting Marks attached as Annex A at end of document)	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
5	Louisiana & North West Railroad	19	1980	Trinity Industries	E530	2494 CF 50' mill gondola railcars equipped with 5' sides, 263,000 lbs. GRL	AOK 350569, 350578, 350607, 350624, 350629, 250638, 350641, 350648, 350650, 350664-350666, inclusive; 350678, 350681-350682, inclusive; 350705, 350728, 350741, 350744	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
6	Consolidated Grain and Barge Co.  (Reporting Mark AOK has or will be remarked to a BNBX mark)	19	1980	Trinity Industries	E530	2494 CF 50' mill gondola railcars equipped with 5' sides, 263,000 lbs. GRI	AOK 350521 AOK 350568 AOK 350598 AOK 350601 AOK 350604 AOK 350634 AOK 350656 AOK 350680 AOK 350689 AOK 350706 AOK 350707 AOK 350719 AOK 350723 AOK 350738 AOK 350750 BNBX 350523 BNBX 350543 BNBX 350592 BNBX 350674	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
7	Ohio Central Railroad, Inc.	35	1980	Trinity Industries	E530	2494 CF 50' mill gondola railcars equipped with 5' sides, 263,000 lbs. GRL	AOK 350501, 350503, 350505, 350510, 350513, 350516-350519, inclusive; 350524, 350530-350531, inclusive; 350535-350537, inclusive; 350539-350540, inclusive; 350544-350545, inclusive; 350547, 350549, 350554-350555, inclusive; 350560, 350564, 350566, 350570-350573, inclusive; 350576, 350579, 350584-350585, inclusive; 350688	None

<u>Lease #</u>	<u>Lessee</u>	# <u>Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
8	Canadian National Railway Company	230	2005	FreightCar America, Inc.	J311	4520 CF Aluminum body rotary dump BethGon II Coal Porter railcars, 286,000 lbs. GRL	CNA 193000-193229, inclusive	None
9	Northern Indiana Public Service Company	125	2005	FreightCar America, Inc.	J311	4520 CF Aluminum body rotary dump BethGon II Coal Porter railcars, 286,000 lbs. GRL	NORX 9001-9125, inclusive	None
10	Coaltrade LLC	135	2005	FreightCar America, Inc.	J311	4520 CF Aluminum body rotary dump BethGon II Coal Porter railcars, 286,000 lbs. GRL	BNBX 853001-853135, inclusive	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
11	Tennessee Valley Authority #1 (Schedule No. 1)	125	2005	FreightCar America, Inc.	K341	4200 CF Aluminum body Rotary AutoFlood Hrm open top coal hoppers, 286,000 lbs. GRL	TVAX 25125, 25127-25142, inclusive; 25144-25151, inclusive; 25153-25202, inclusive; 25204-25227, inclusive; 25229-25249, inclusive; 25253, and 25255- 25258, inclusive	None
12	Tennessee Valley Authority #2 (Schedule No. 2)	125	2005	FreightCar America, Inc.	K341	4200 CF Aluminum body Rotary AutoFlood Hrm open top coal hoppers, 286,000 lbs. GRL	TVAX 25126, 25143, 25152, 25203, 25228, 25250-25252, inclusive; 25254, and 25259- 25374, inclusive	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
13	Tennessee Valley Authority #3 (Schedule No. 3)	125	2005	FreightCar America, Inc.	J311	4520 CF Aluminum body rotary dump BethGon II Coal Porter railcars, 286,000 lbs. GRL	TVAX 25000-25124, inclusive	None
14	Tennessee Valley Authority #4 (Schedule No. 4)	123	2005	FreightCar America, Inc.	K431	4200 CF Aluminum body Rotary AutoFlood III™ open top coal hoppers, 286,000 lbs. GRL	TVAX 25375, 25376, 25378 – 25389, inclusive; 25391 – 25430, inclusive; 25432-25476, inclusive, 25479-25490, inclusive; 25493 – 25502, inclusive; and 25505 – 25506, inclusive	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
15	Lower Colorado River Authority	135	2005	FreightCar America, Inc.	J311	4520 CF Aluminum body rotary dump BethGon II Coal Porter railcars, 286,000 lbs. GRL	FPPX 6000-6089, inclusive; and LCRX 6090-6134, inclusive	None
16	Alabama Power Company #1	125	2005	FreightCar America, Inc.	K341	4200 CF Aluminum body Rotary Autoflood III™ open top coal hoppers, 286,000 lbs. GRL	JHMX 05001-05125, inclusive	None
17	Alabama Power Company #2	119	2005	FreightCar America, Inc.	K341	4200 CF Aluminum body Rotary Autoflood III™ open top coal hoppers, 286,000 lbs. GRL	JHMX 05126-05148, inclusive; 05150-05171, inclusive; 05173-05189, inclusive; 05192-05195, inclusive; 05197-05209, inclusive; 05211-05250, inclusive	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
18	Potlatch Corporation	40	2005	American Railcar Industries	F483	73' 110-ton riserless deck center partition flatcars with fabricated top chords, 286,000 lbs. GRL	AOK 279000-27939, inclusive	None
19	Union Pacific Railroad Company #2	220	2005	FreightCar America, Inc.	K341	Rapid discharge coal hopper railcars	CMO 504000-504004, inclusive; 504015-504018, inclusive; 504020-504031, inclusive; 504034-504069, inclusive; 504071-504074, inclusive; 504078-504079, inclusive; 504083-504239, inclusive	None

<u>Lease #</u>	<u>Lessee</u>	<u># Cars</u>	<u>Year Built</u>	<u>Manufacturer</u>	<u>AAR Code</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Casualty Marks</u>
20	Anthony Forest Products Inc.	25	2005	American Railcar Industries	F483	73' 110-ton center partition flatcars with fabricated top chords, 286,000 lbs. GRL	AOK 26965-26989, inclusive	None
21	Bountiful Grain and Craig Mountain Railroad <b>STORAGE LEASE</b>	75	2005	American Railcar Industries	F483	73' center partition flatcars with flat floors and non-tapered center partitions, 286,000 lbs. GRL	AOK 26700-26774, inclusive	None
22	Wisconsin and Southern Railroad Company <b>STORAGE LEASE</b>	148	2005	American Railcar Industries	F483	73' center partition flatcars with flat floors and non-tapered center partitions, 286,000 lbs. GRL	AOK 29580-29645, inclusive; and AOK 29647-29697, inclusive; 29699-29729, inclusive	None

**Annex A**

**Reporting Marks  
CSX Transportation**

AOK 350502, 350504, 350506-350509, inclusive; 350511-350512, inclusive; 350514-350515, inclusive; 350520, 350522, 350525-350526, inclusive; 350528-350529, inclusive; 350532-350534, inclusive; 350538, 350541-350542, inclusive; 350546, 350548, 350550-350553, inclusive; 350557-350559, inclusive; 350561-350563, inclusive; 350565, 350567, 350574, 350577, 350580-350581, inclusive; 350583, 350586-350589, inclusive; 350591, 350594, 350600, 350602, 350605-350606, inclusive; 350609-350610, inclusive, 350614-350616, inclusive; 350618-350623, inclusive; 350622-350628, inclusive; 350630, 350632-350633, inclusive; 350639, 350643-350644, inclusive; 350646-350647, inclusive; 350652, 350654-350655, inclusive; 350657-350658, inclusive; 350662-350663, inclusive; 350667-350669, inclusive; 350672-350673, inclusive; 350675, 350683-350684, inclusive; 350686, 350690-350692, inclusive; 350694-350696, inclusive; 350698-350700, inclusive; 350703-350704, inclusive; 350709-350712, inclusive; 350714, 350716, 350718, 350720-350722, inclusive; 350724, 350726-350727, inclusive; 350729, 350731-350732, inclusive; 350734, 350736-350737, inclusive; 350739, 350742, 350745-350746, inclusive.